

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Empyrean Investments, LLC

Name of Transferee

JP Morgan Chase Bank, N.A.

Name of Transferor

Name and Address where notices to transferee should be sent:

Sterling Hathaway
Empyrean Capital Partners, LP
10250 Constellation Blvd., Ste 2950
Los Angeles, CA 90067
Email: shathaway@empyrean.com
Fax: 310-843-4915

Court Claim # (if known): 3218

Amount of Claim: \$2,604,445.43 (as allowed)

Amount of Claim Transferred: \$2,604,445.43

Date Claim Filed: March 6, 2009

Debtor: Lehman Brothers Special Financing Inc.

Phone: 310-843-3070

Last Four Digits of Acct #: _____

Phone: _____

Last Four Digits of Acct. #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 
Transferee/Transferee's Agent

Date: 3/8/2012

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: JPMorgan Chase Bank, N.A.

JPMorgan Chase Bank, N.A., a national banking association, having offices located at Mail Code: NY1-A436, One Chase Manhattan Plaza, Floor 26, New York, New York 10005, ATTN: Susan McNamara ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Empyrean Investments, LLC, with offices located at 10250 Constellation Boulevard, Suite 2950, Los Angeles, California 90067 ("Buyer"), all right, title and interest in and to the claims against LEHMAN BROTHERS SPECIAL FINANCING INC. (and its affiliates) in the amount of \$2,604,445.43 docketed as Claim No. 3218 which was modified and allowed by Order at docket No. 14772 in the Proceedings (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP) (jointly administered under Case No. 08-13555) and transferred to Seller at Docket No. 18109 in the Proceedings.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Claim as an unconditional assignment and sale and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 14 day of March, 2012.

JPMORGAN CHASE BANK, N.A.

WITNESS:

Alexander Wilk
(Signature)

Name: Alexander Wilk
Title: Accountant
(Print name and title of witness)

By: Peter Schoepe
(Signature of authorized signatory)

Name: Peter Schoepe
Title: Authorized Signatory
Tel.: _____

EMPYREAN INVESTMENTS, LLC

WITNESS:

Sterling Hartaway
(Signature)

Name: Sterling Hartaway
Title: Controller
(Print name and title of witness)

By: Ryan Mayetani
(Signature of authorized signatory)

Name: Ryan Mayetani
Title: Authorized Signatory
Tel.: _____